

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE:) Chapter 11
)
W. R. GRACE & CO., et al.,) Case No. 01-1139 (JKF)
)
 Debtors.) (Jointly-Administered)
)

**ORDER OF COURT PURSUANT TO SECTIONS 1103(a) AND 328(a) OF THE
BANKRUPTCY CODE AND FED. R. BANKR. P. 2014 AND 2016 AUTHORIZING
THE RETENTION AND EMPLOYMENT OF HAMILTON, RABINOVITZ, &
ALSCHULER, INC. AS CONSULTANTS TO THE OFFICIAL
COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS,
NUNC PRO TUNC TO MAY 2, 2001**

AND NOW this _____ day of _____, 2002, upon consideration of the Application
For an Order Pursuant To Sections 1103(a) And 328(a) of The Bankruptcy Code And Fed. R. Bankr.
P. 2014 And 2016 Authorizing The Retention and Employment of Hamilton, Rabinovitz, & Alschuler,
Inc. (hereinafter “HR&A”) as Consultants to the Official Committee Of Asbestos Property Damage
Claimants, Nunc Pro Tunc to May 2, 2001 (the “Application”) and upon the Affidavit of Francine F.
Rabinovitz (the “Affidavit”), and the Court being satisfied, based on the representations made in the
Application and the Affidavit that HR&A represents no interest adverse to the Debtors’ estate with
respect to the matters upon which HR&A is to be engaged, that HR&A is a “disinterested person” as
that term is defined under §101(14) of Title 11 of the United States Code (the “Bankruptcy Code”),
and that the employment of HR&A is necessary and would be in the best interest of the Debtors, their
creditors and the Debtors’ estate, and after due deliberation and sufficient cause appearing therefor, it
is:

ORDERED, that the Application is granted; and it is further
ORDERED, that the Committee is authorized to employ and retain HR&A as an asbestos-

related property damage consultant, nunc pro tunc to May 2, 2001, and it is further

ORDERED, that HR&A shall be compensated in accordance with the terms stated herein, subject to the procedures set forth in the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the District of Delaware and the Orders of this Court.

Dated: _____, 2002
Wilmington, Delaware

UNITED STATES BANKRUPTCY COURT JUDGE